

**UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF WISCONSIN**

NATIONAL WILDLIFE REFUGE ASSOCIATION,  
DRIFTLESS AREA LAND CONSERVANCY,  
WISCONSIN WILDLIFE FEDERATION, and  
DEFENDERS OF WILDLIFE,

Plaintiffs,

v.

RURAL UTILITIES SERVICE,  
CHRISTOPHER MCLEAN, Acting Administrator, Rural  
Utilities Service,  
UNITED STATES FISH AND WILDLIFE SERVICE,  
CHARLES WOOLEY, Midwest Regional Director, and  
SABRINA CHANDLER, Manager, Upper Mississippi  
River National Wildlife and Fish Refuge,

Defendants.

No. 3:21-cv-00096-wmc

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**DECLARATION OF JESSE BECKENDORF IN SUPPORT OF DAIRYLAND POWER  
COOPERATIVE'S MOTION TO INTERVENE UNDER  
FED. R. CIV. P. 24(A) & (B)**

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I, Jesse Beckendorf, declare as follows:

1. I have personal knowledge of the facts stated herein and, if called upon to do so, could and would testify competently thereto. I state that the following is true and correct to the best of my knowledge and belief.

2. I am employed by Dairyland Power Cooperative ("Dairyland"). My job title is Project Manager. I am authorized to make this declaration on behalf of Dairyland. I make this declaration in support of Dairyland's Motion to Intervene in the above-captioned proceeding.

3. I have been employed at Dairyland since 2005. My job duties include assisting Dairyland in the planning and development of the project at issue in this proceeding.

4. Dairyland, American Transmission Company, LLC, by its corporate manager, ATC Management Inc., (together, “ATC”) and ITC Midwest LLC (“ITC”) (each, a “Project Participant”) are developing the Cardinal-Hickory Creek 345 kilovolt Transmission Line Project (“Project”) in Wisconsin and Iowa.

5. Dairyland is a not-for-profit generation and transmission cooperative association headquartered in La Crosse, Wisconsin, and is organized under Wis. Stat. ch. 185 for the purpose of producing or furnishing heat, light, power or water to its members only. Dairyland provides wholesale power and electric transmission to its 24 member distribution cooperatives. Dairyland’s member distribution cooperatives, in turn, provide retail electric service to their member-owners, primarily in rural areas of Wisconsin, Iowa, Minnesota and Illinois. Several of Dairyland’s member co-operatives are in the area of the Project and will benefit electrically from the Project.

6. Dairyland is the only Project Participant that owns electric generation assets and sells wholesale electricity. Dairyland is also the only Project Participant that is a not-for-profit member-owned cooperative. Dairyland owns transmission assets in order to meet its members’ needs for the generation and transmission of electricity.

7. The Project will be owned 9% by Dairyland, 45.5% by ITC, and 45.5% by ATC. Dairyland will own a 9% tenant-in-common interest in the entire Project, while ATC and ITC’s interest will be physically distinct. ITC’s ownership interest is in the transmission line from the Hill Valley Substation west to the Hickory Creek Substation in Iowa. ITC will construct this portion of the Project and share ownership with Dairyland (91% owned by ITC and 9% owned by Dairyland). ITC has acquired easements in Iowa and will—voluntarily or through eminent domain—acquire easements for the portion of the Project in Wisconsin on behalf of both ITC

and Dairyland. ATC's ownership interest in the Project is in the Hill Valley Substation, the Cardinal Substation, and the transmission line and associated facilities between the Hill Valley and Cardinal substations. ATC will construct this portion of the Project and share ownership in this portion of the transmission line with Dairyland.

8. Dairyland owns two transmission lines crossing the Mississippi River that can be physically removed upon completion of the Project. The Project will relieve congestion at the river crossing and in other places. The reduction in congestion from the Project will upgrade Dairyland facilities in the area and may eliminate the need for additional upgrades in the area that would otherwise be necessary, providing both electrical and financial benefits to Dairyland and its member-owners.

9. As a not-for-profit cooperative, any revenues received from the Project in excess of Dairyland's costs will be used either to offset other expenses or provide capital for other Dairyland projects, reducing the cost of providing service to Dairyland's members.

10. At this time, Dairyland intends to seek funding from the Rural Utilities Service ("RUS") in 2022 or 2023.

11. Dairyland has significantly participated in all federal permitting processes for the Project. Dairyland is a direct recipient of permits and a direct owner of right of way that are threatened by this litigation. The completion of the National Environmental Policy Act ("NEPA") environmental review, and its preservation upon judicial review, is a precondition for Dairyland to utilize RUS financing for its investment in the Project.

12. Dairyland has supported the majority owners in obtaining state environmental permits and was an active participant in state siting proceedings required for the Project. Dairyland is a named permittee for several major state permits.



13. Dairyland has expended several million dollars to date on project development activities such as environmental studies, obtaining required permits, land acquisition, and analysis of the Project's impact to Dairyland's transmission system.

14. Dairyland has commercial relationships with renewable energy developers whose full utilization are contingent upon the construction of the Project. These relationships may be negatively affected if the Project does not achieve commercial operation on time. In addition, the Project is expected to expand the availability of renewable resources in the markets that Dairyland purchases power from to serve its wholesale members.

15. On February 10, 2021, the National Wildlife Refuge Association, Driftless Area Land Conservancy, Wisconsin Wildlife Federation, and Defenders of Wildlife (collectively, "Plaintiffs") filed a complaint against the RUS, Christopher McLean as Acting Administrator, RUS, U.S. Fish and Wildlife Service, Charles Moody, Midwest Regional Director and Sabrina Chandler, Manager, Upper Mississippi River National Wildlife and Fish Refuge (collectively, "Defendants") for declaratory and injunctive relief alleging violations of NEPA, 42 U.S.C. § 4321 et seq., and the National Wildlife Refuge System Improvement Act of 1997, 16 U.S.C. §§ 668dd-668ee.

16. If Plaintiffs are successful in their claims in this litigation, Dairyland will be unable to proceed with its portion of the Project, will not be able to remove its existing transmission lines crossing the river, may not receive the full expected benefit of its commercial arrangements with renewable developers in the area, and may need to upgrade existing facilities that otherwise would not require upgrade. As a result, the cost to provide service to Dairyland's member-owners will be higher than it would be if the Project is constructed.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury, under the laws of the United States, that the foregoing is true and correct to the best of my knowledge.

Executed on March 26 2021

By:   
Jesse Beckendorf

**CERTIFICATE OF SERVICE**

I hereby certify that on April 7, 2021, I electronically filed the forgoing document with the Clerk of Court using the Court's ECF system, which will serve the document on all counsel of record registered for electronic filing in the above-captioned proceeding. Service will be made by U.S. Mail on the following that are not currently registered for electronic filing in this proceeding:

Charles Wooley United States Fish and Wildlife Service Midwest Region U.S. Fish and Wildlife Service Midwest Region 5600 American Blvd. West, Suite 990 Bloomington, MN 55437-1458	Sabrina Chandler Upper Mississippi River National Wildlife and Fish Refuge, Manager United States Fish and Wildlife Service 102 Walnut Street Suite 204 Winona, MN 55987
Christopher McLean USDA Rural Development Rural Utilities Service, Acting Administrator STOP 1510, Rm 4121-S 1400 Independence Ave., SW Washington, DC 20250-1510	USDA Rural Development Rural Utilities Service STOP 1510, RM 5135 1400 Independence Ave., SW Washington, DC 20250-1510

Dated: April 7, 2021

/s/ Thomas C. Jensen  
Thomas C. Jensen  
*Attorney for Intervenor-Defendants*  
*American Transmission Company LLC*  
*ATC Management Inc.*  
*ITC Midwest LLC and*  
*Dairyland Power Cooperative*